

Socialist Health Association:

Minutes of Central Council Meeting by Zoom 30/09/2020, 19.00 – 21.20

Present:

Chair: Brian Fisher (BF); Secretary Jean Hardiman Smith (JHS); Carol Ackroyd ((CA); Tony Beddow (TB); Steve Bedser (SB); Gillian Black: (GB); Hazel Brodie (HB); Martin Brooks (MB); Lawrence Cotter (LC); Terry Day (TD); Patrick French (PF); Catharine Grundy-Glew (CG-G); Brian Gibbons (BG); Rizwan Jali (RJ); Tony Jewell (TJ); Coral Jones (CJ); Gurinder Josan (GJ); John P Kennedy (JPK); Parbinder Kaur (PK); Mark Ladbrooke (ML); Joe McManners (JM); Peter Mayer (PM); Katrina Murray (KM); Paramjit Randhawa (PR); Geoff Rayner (GR); Jane Roberts (JR); Mike Roberts (MR); Alex Scott Samuel (ASS); Alison Scouller (AS); Kathrin Thomas; Judith Varley (JV); James Williamson (JW).

AGENDA ITEM 1. Apologies: Jabu Nala-Hartley had indicated she might be late to the meeting/unable to attend. No other apologies.

AGENDA ITEM 2. Minutes of the Last Meeting

Minutes and notes of SHA Central Council meeting by Zoom 01/08/20 had been circulated prior to the meeting.

Brian Gibbons (BG) asked that the notes accompanying the minutes be amended to record under item 6/ 9 Treasurer's report, fourth paragraph, that criticism of the report had come from Gurinder Josan (CJ). Brian Fisher (BF) accepted this amendment.

AGENDA ITEM 3. Matters Arising

Kathrin Thomas (KT) raised a proposal for an independent adjudicator on constitutional matters as a "Point of Order". The Chair said this was not a point of order.

Parbinder Kaur (PK) moved "Next Business" and BF put to the vote.

Carol Ackroyd (CA) reported she had not received the voting email, nor had others. 2nd request for people who had not received the voting email to put their blue hands up to identify themselves. It was checked via the Zoom blue hands function that everyone had now received the voting email.

VOTE 1: Vote that Central Council moves to next business

Motion carried: For: 18; Against: 5; Abstain: 2

Total number voted = 25

BF asked if the minutes with BG amendment were agreed as an accurate record by a show of “blue hands”.

Alex Scott Samuel (ASS) asked which minutes and notes Central Council were being asked to approve? The second is a massively censored version of the notes Judith Varley (JV) unofficially circulated. ASS was unable to point out what had been censored. JHS replied that the unofficial notes were not censored but JV’s personal opinions on that meeting (not voiced during the meeting) were not included.

Meeting moved to a formal vote on the accuracy of the minutes as amended.

BF asked that it be checked that JN-H was not present or in waiting room. BF checked that all had received the voting email.

VOTE 2: That CC agrees the minutes as amended as an accurate record

Motion carried: For: 18; Against: 7; Abstain: 2

Total Voted = 27

AGENDA ITEM 4. Officer’s Report:

This was the Chair’s Report (BF) as the Secretary, JHS, had been ill.

Gillian Black (GB) thanked BF for his clear report and congratulated the speakers on the Social Care event. GB moved that Central Council accept the chair’s report. Seconded by GJ.

Questions and comments to the Chair:

Coral Jones (CJ) asked that CC should agree the administrator contract, post should be properly advertised, and a report on current administration.

BG was concerned if acceptance of the report endorsed the Chair’s first paragraph account re. treasurer’s position. He was proposing that CC reject the Chair’s report.

BF replied that there is no decision to be reached regarding the Treasurer’s position. She has not followed the Constitution. BF stood by his report.

CJ raised again the point of order (raised in discussion of minutes see above) which should be considered by Central Council.

ASS wanted to propose an amendment to agree JV’s notes to be circulated.

GJ said the ballot on the Chair’s Report has been emailed. BF reminded members of CC that they can vote to reject the report.

Tony Beddow (TB) asked about the SGM, suggesting that it had been rejected. BF replied that an SGM is not being rejected and there is no stalling, but it must be run according to the Constitution. Already an item on this Agenda.

Jane Roberts (JR) reminded CC that it was in the middle of a vote. BF checked re receipt of voting email.

VOTE 3: This CC accepts the Officer's Report

Vote to accept the officer's report was carried: For: 14; Against: 12; Abstentions = Nil

AGENDA ITEM 5. Length of this meeting

"That Standing Order E be suspended for the meeting and the meeting be allowed to run for a maximum of 3 hours." Proposed by BG and seconded by GJ.

JR opposed the motion on grounds of health and wellbeing: meetings should run for no more than two hours to take into account disabilities. This was agreed at the last meeting. AS asked why was the meeting not held on a Saturday? She felt breaks could be the answer. Previous meetings have been up to four hours when this included a speaker. BG said this is down to CC not accepting his amendment of Standing Orders at the last meeting.

VOTE 4: That Standing Order E be suspended for the meeting and the meeting be allowed to run for a maximum of 3 hours.

Motion defeated: For: 8; Against: 18; Abstain = nil

Total voted = 26 members.

AGENDA ITEM 6. Treasurer

BF outlined the current situation. As lawyers recommended, he had written to Irene Leonard on the 3rd September 2020. CC would not consider the motion below if she began the process of getting secretary and chair on the bank mandate with evidence from the bank by 11/09/2020. She had not done so, and as a result has ceased to be a member of the SHA. The Standing Orders say that where a vacancy arises among the officers, the vacancy should be filled by a member elected by Central Council, and the officers shall first notify CC members of the vacancy, and ask for expressions of interest. The first motion is that Central Council makes arrangements for the election of a treasurer, as set out in Standing Orders.

Motion (as on Agenda)

“That Central Council makes arrangements for election of a treasurer as set out in Standing Orders” Proposed by Jane Roberts (JR), seconded by Parbinder Kaur (PK)

In moving the above, JR pointed out the necessity of having a treasurer. It appears that the previous treasurer has not complied with requests to meet obligations under the Constitution, and we should move on and elect a treasurer.

Steve Watkins (SW) argued that the motion is out of order. He had tried to mediate a relationship, and she accepted the proposal to add the Chair and Secretary to the mandate as long as we agreed all expenditure had to be approved by the treasurer or central council, or by an SGM. This is the only reason the Chair and Secretary have not been added to the mandate.

Kathrin Thomas (KT) proposed an amendment, circulated in the chat box. This was re-circulated.

There has been an election in February for treasurer and this should continue to stand as a valid appointment to this officer post until Central Council has considered the evidence of an independent adjudicator on the grounds for the removal of the current officer’s membership. If the decision is upheld, then Central Council make arrangements for the election of a treasurer as set out in Standing Orders.

TB, seconding the amendment, thought there were different understanding of how corporate governance operates at CC. There should be a shared view of the checks and balances.

GJ opposed the amendment. As there is no independent adjudicator agreed, if CC agrees this amendment, we are in effect agreeing to do nothing, and we need to move on and get a treasurer in place.

JHS pointed out that we require a treasurer and accurate financial records in order to keep the membership list updated.

VOTE 5: On Amendment to the substantive motion: There has been an election in February for treasurer and this should continue to stand as a valid appointment to this officer post until Central Council has considered the evidence of an independent adjudicator on the grounds for the removal of the current officer’s membership. If the decision is upheld, then Central Council make arrangements for the election of a treasurer as set out in Standing Orders.

Amendment fell: For: 11; Against: 14; Abstentions: nil

CC then moved to a vote on the substantive motion unamended as on the Agenda.

VOTE 6: That Central Council makes arrangements for the election of a treasurer as set out in Standing Orders.

Motion carried: For: 15; Against: 10; Abstentions: nil

Total voted = 25 members

AS said that she had not been able to vote in Vote 6. GJ said the vote is not closed and that she could still vote, which she did (included in the tally above). There were no other complaints of this kind.

Election of Treasurer

BF invited members of Central Council to put themselves forwards for Treasurer.

Nominations:

Martin Brooks (seconded by Gillian Black)

Coral Jones (seconded by Alison Scouller)

VOTE 7 on treasurer nominations:

Martin Brooks: 15 ELECTED

Coral Jones: 11

Abstentions: 1

Total voted 27

BF congratulated Martin Brooks on being elected as Treasurer.

Emergency motion

This motion was submitted to the Secretary to be taken if at the time of the Central Council meeting, if the Treasurer had not started the process.

Central Council demands that the current officers are placed on the Bank mandate for the Cooperative Bank, the process to be started immediately. Proposed: Parbinder Kaur, Seconded: Jane Roberts

BF checked if everyone had received the voting email. AS had not. BF said to wait. GJ suggested checking the junk folder. AS confirmed receipt.

Two votes were taken : vote 8 to agree to take the motion as an emergency motion; vote 9 to vote on the motion itself

VOTE 8: Central Council agree to take and discuss this Emergency Motion

Motion carried: For: 18; Against: 7; Abstain: 1

VOTE 9: Central Council demands that the current officers are placed on the Bank mandate for the Cooperative Bank, the process to be started immediately.

Motion carried: For: 18; Against: 7; Abstain: nil

While these votes were being taken, there was an intervention from ASS. He complained that the Chair had not called him previously when he wanted to speak and that he was being treated without due respect. He had previously wanted to speak against the Chair's report. He wanted to protest re the process that had removed the former Treasurer. He was reminded by BF of current vote being taken.

ASS then made serious accusations against the SHA Secretary and temporary administrator. He claimed that that comments made by BF indicated that he also believed these accusations. The SHA Secretary spoke to defend herself and ASS reiterated the accusations, impugned her character, and used bullying behaviour.

GJ said the comments made by ASS were out of order, and ASS demanded that GJ "silence yourself".

ASS said that the resolution currently being voted on was inappropriate.

AGENDA ITEM 7. Investigation into finances

Motion: " That Central Council appoints an independent suitable person to examine the financial management of the Association over the previous three years, to report to central council with recommendations for appropriate systems, processes, and financial governance."

Proposed: Brian Fisher (BF), Seconded by Martin Brooks (MB)

Discussion

BF Concerns have been raised over financial management, and we want this dealt with in as proper and independent a way as possible. It does not exclude the audit; it is in addition to the audit. It is a way for us to understand what has happened, to understand if it is constitutional, and a way to understand if there are ways of improving so if there were irregularities, they do not happen again.

MB We should rebuild the trust that is lacking in this organisation. We need trust in terms of our membership, but also in terms of the affiliated organisations, the Labour Party, and the wider movement. The question of the financial probity of the organisation is paramount. It is not an issue we can totally address ourselves. We need professional independent support to get these issues out of the way and make a fresh start.

TB was uneasy about the external advice and felt that it could be dealt with in a cheaper way, he suggested charitable organisations can be looked at as well as commercial organisation. BF said he would take up his suggestion and circulate terms of reference.

KT, referring to vote 9 (previous item) that had been announced during this discussion, said she was unsure about validity of vote (25 people had voted). Would it be possible to look at the names of those people who had not voted. GJ replied that he cannot see the names. Even if a further 5 people had voted it would not alter the result as there was a clear majority in favour of the motion. GJ noted that Judith Varley, Lawrence Cotter (computer crashed) were not on the call, and that Jabu Nala-Hartley had not joined.

There was no opposition to the motion and the Chair moved to next business.

AGENDA ITEM 10. Special General Meeting

Motion on agenda “That central council considers how a special general meeting can be held in a manner which is consistent with the constitution and the Covid regulations without restricting the rights of any member”

Proposed by Brian Gibbons (BG), seconded by Martin Brooks (MB)

Discussion

BF introduced this item. There is no intention to block this, but there are practical considerations during Covid. Our lawyers are also concerned. The motion is that Central Council considers how a Special General Meeting can be held in a manner which is consistent with the constitution and the Covid regulations without restricting the rights of any member.

There is an amendment **“That central Council agrees that a five person group be set up to report to Central Council on the most appropriate, fair, and legal approach to holding an Annual General and Special General meeting, whilst adhering to the ever changing Covid restrictions.”**

BF noted that BG and SW are prepared to serve on such a group.

AS proposed a further amendment (circulated in the Chat) **“That Central Council agrees that a Special General Meeting by video conference does comply with Covid regulations and will be held within the next four weeks. Fifty-seven members have requested it.”**

BF asked for a further twenty minutes to be added to the meeting to complete these votes. This extension of the meeting was agreed by a show of “blue hands”.

BF took the amendment proposed by AS. Once email sent out BF checked that all had received voting emails.

VOTE 10: That Central Council agrees that a Special General Meeting by video conference does comply with Covid regulations and will be held within the next four weeks. Fifty-seven members have requested it.”

Amendment fell: For: 11; Against: 14; Abstentions: nil

Total votes = 25

VOTE 11: That Central Council agrees that a five person group be set up to report to Central Council on the most appropriate, fair, and legal approach to holding an Annual General and Special General meeting, whilst adhering to the ever changing Covid restrictions.

Amendment passed: For: 23; Against: 0; Absentions: 0

There was a vote on the motion as amended:

VOTE 12 That central council considers how a special general meeting can be held in a manner which is consistent with the constitution and the Covid regulations without restricting the rights of any member.

That Central Council agrees that a five person group be set up to report to Central Council on the most appropriate, fair, and legal approach to holding an Annual General and Special General meeting, whilst adhering to the ever changing Covid restrictions.

Motion carried: For: 21; Against: 1; Abstentions: 2

Total 24 (JR has also left the meeting)

BF thanked everyone for their time and closed the meeting. He will follow up re the date of the AGM to ensure that details are issued as soon as possible, to conform with the Constitution.

In the course of meeting he had congratulated Peter Mayer on becoming a grandfather.

The meeting was then closed.